

The following exhibit details an ongoing and very confidential business deal being brokered between the following:

George McCarley

Jim Hill, Managing Director of Benesch, Friedlander, Copland, and Aronoff (www.benesch.com)
Mr. Hill now claims two former subordinate partners that are members of the Bush Administration in various Legal Counsel positions. Details contained on their website.

Tom Libazzi is a Vice President and Principal of the Venture Capital arm of Goldman Sachs.
This may be verified at the website on the email, tom.libazzi@goldmansachs.com.

GSC Partners is a \$17 billion Investment Capital arm of Goldman Sachs.

Ex. 64

[Print](#) - [Close Window](#)**Subject:** Re: hospital deal**Date:** Thu, 28 Sep 2006 15:50:08 -0400**From:** "Libassi, Thomas J." <tlibassi@gscpartners.com>**To:** jhill@bfca.com, gdmccarley@yahoo.com, "Lukas, Dan" <dlukas@gscpartners.com>**CC:** ikaplan@bfca.com

I would be very interested in talking when would be a good time to talk?

Sent from my BlackBerry Wireless Handheld

-----Original Message-----

From: James M. Hill <jhill@bfca.com>

To: gdmccarley@yahoo.com <gdmccarley@yahoo.com>

CC: Libassi, Thomas J.; Bittencourt, Robert; Ira Kaplan <ikaplan@bfca.com>

Sent: Thu Sep 28 14:21:22 2006

Subject: RE: hospital deal

George, am sending this to our good friends at GSC which does distressed company deals, is a very good firm, and can move quickly. I am not sure if it is in their "wheelhouse", but if it is we can set up a conference call. Tom and Rob, George is a friend who has done a number of turnarounds over the years. He finds deals that are pretty interesting and his number one issue has always been getting the right firm to the table. I believe he would see himself in some kind of advisory role if something happened. George, Tom is a principal of GSC Partners and a good friend. Rob is his colleague and also a good friend. So, let's see what they say and, if not their firm, they might have a suggestion as to which firm or firms might find this opportunity more in their sweet spot but a phone call might be beneficial to sort it all out. Just let me and George know and thanks. Jim

From: George McCarley [mailto:gdmccarley@yahoo.com]
Sent: Thursday, September 28, 2006 12:26 PM
To: James M. Hill
Subject: hospital deal

Hi Jim:

I ignored this deal thinking it was already off the table. They brought in a turnaround firm that fizzled, then a group of birmingham doctors put a deal on the table that was ignored.

Now, a bankruptcy auction is set for Nov 6 for this potentially great hospital business. It is a 617 bed that has been a standard and fixture in Alabama for generations. It is the best located hospital in Birmingham. Value of bonds and paper is about \$135 million. This biz should turn revenue in the 250 to 350mm range, and more if we hook in the high dollar medical specialties.

There are three groups considering the deal at present. None truly seem capable of doing the deal. All are too small. A savvy investor should ask me to contact the doctors group that already made an offer, then link the doctors to the investor.